

Notice of Intent to Certify Sole Source

To: Interested Parties

From: David C. Johnson

CC: ITS Project Number 46487

Date: July 8, 2021

Re: Sole Source Certification Number 4403 to provide iManage WorkSite Support and Maintenance for the Mississippi Division of Medicaid (DOM)

Contact Name: Jay Woodruff

Contact Phone Number: 601-432-8001

Contact E-mail Address: jay.woodruff@its.ms.gov

Sole Source Certification Award Details

Regarding Information Technology Services (ITS) Sole Source Certification Number 4403 for the Mississippi Division of Medicaid (DOM), please be advised that ITS intends to award Netright Intermediate LLC dba iManage LLC, as the sole source provider of iManage WorkSite Support and Maintenance through July 30, 2022, in an amount not to exceed \$87,423.55. The State intends to competitively re-procure a document management system for DOM by July 30, 2022. If the competitive procurement is not complete by July 30, 2022 then this Sole Source certification is valid until a new vendor is selected and implemented but shall not go beyond July 30, 2024 without a recertification. Please be advised that ITS will determine if additional support and maintenance are within scope during the certification period and may increase the spending authority accordingly. Should Netright Intermediate LLC dba iManage LLC change their name during this certification period, then ITS will determine if a recertification is necessary. For an explanation regarding Mississippi state law, policy and procedures for sole source procurements, refer to Attachment C: Sole Source Procurement Overview.

Sole Source Criteria

1. The product or services being purchased must perform a function for which no other product or source of services exist:

iManage WorkSite provides centralized digital storage/management of DOM documents. DOM uses iManage WorkSite to store over 75 different document types that are divided over 20 work types. The work types include: accounting, archive and history, beneficiary files, audit and recovery, contracts, financial reporting, human resources, legal, long term care, medical services, mental health, pharmacy,

policy, procurement, program integrity, provider beneficiary review, reimbursement, state plan, strategic planning, third party legal, and vouchers.

Because iManage Work is integrated with DOM's Eligibility System (New MEDS), DOM has made a business decision to continue the use of WorkSite (now called iManage Work) software rather than purchasing new licenses for similar document management software. DOM requires maintenance support for iManage WorkSite to access manufacturer support assistance, supported releases, and patch releases.

The customer's sole source certification request is included as Attachment A.

2. The purchaser must be able to show specific business objectives that can be met only through the unique product or services:

Failure to have maintenance and support for iManage WorkSite would mean that DOM would not have access to manufacturer support assistance to address issues. It would also mean that DOM would not have access to software updates and bug fixes. The software maintenance support provided by iManage includes software upgrades, fix patches, and security patches. Without support, issues could arise that DOM is unable to resolve on our own that would prevent the New MEDS system from functioning correctly. If the iManage environment is down or otherwise inoperable, New MEDS loses 75% of its functionality. This would result in a severe impact in Medicaid's ability to serve our beneficiaries.

The customer's sole source certification request is included as Attachment A.

3. The product or services must be available only from the manufacturer and not through resellers who could submit competitive pricing for the product or services:

iManage LLC allows resellers to sell licenses and first year maintenance support. But iManage LLC is the sole source provider for Maintenance Support renewals after the customer's initial maintenance support term expires as well as the sole provider of any updates/upgrades for our proprietary software. Resellers are not allowed to resell maintenance support renewals.

The Vendor's sole source certification letter is included as Attachment B.

Schedule

| Task | Date |
|--|------------------------------------|
| First Advertisement Date | 07/06/21 |
| Posting of Notice of Intent to Certify Sole Source Memorandum | 07/08/21 |
| Second Advertisement Date | 07/13/21 |
| Response Deadline From Objectors | 07/22/21 at 3:00 P.M. Central Time |
| Notice of Award/No Award Posted | Not before 07/23/21 |

Project Details

iManage WorkSite is a document management solution for all documents, emails, and other communication streams that seamlessly integrate with Microsoft Office. This product was purchased in 2006 through a Master End User License Agreement between Interwoven and ITS, on behalf of the

agencies and institutions of Mississippi, based on ITS RFP No. 3199. Interwoven was purchased by Autonomy in January 2009, and a CP-1 was never issued to Autonomy for WorkSite. Hewlett Packard (HP) subsequently purchased Autonomy in August 2011. The iManage leadership team completed a buyout in July 2015 from HP of the complete iManage business, including its brand, products, and services.

After 2012, consulting services and maintenance and support for WorkSite were procured using then approved sole source certification procedures. ITS advertised Notice of Intent to Certify Sole Source Numbers 3838 in October 2015, 4128 in September 2018, 4223 in July 2019, and 4318 in 2020. No objections were received in any certification; therefore, awards were made to Netright Intermediate LLC dba iManage LLC for the WorkSite system. To date, DOM has spent \$1,333,921.97 on this system to include migration services.

Submission Instructions and Format of Response from Objecting Parties

Interested parties who have reason to believe that the iManage WorkSite Support and Maintenance should not be certified as a sole source should provide information in the following format for the state to use in determining whether or not to proceed with awarding the Sole Source contract to Netright Intermediate LLC dba iManage LLC.

1.1 Interested Party Information

1.1.1 Contact Name, Phone Number and email address

1.1.2 Company Website URL, if applicable

1.2 Objection to Sole Source Certification

1.2.1 Interested parties must present specific objections to the Sole Source certification using the criteria listed above.

1.2.2 A statement regarding the Interested Party's capabilities as related to this Sole Source Certification Request.

1.3 Comments will be accepted at any time prior to Thursday, July 22, 2021, at 3:00 p.m. (Central Time) to Jay Woodruff at jay.woodruff@its.ms.gov or at the Mississippi Department of Information Technology Services, 3771 Eastwood Drive, Jackson, Mississippi 39211. Responses may be delivered by hand, via regular mail, overnight delivery, e-mail or by fax. Fax number is (601) 713-6380. ITS WILL NOT BE RESPONSIBLE FOR DELAYS IN THE DELIVERY OF RESPONSES. It is solely the responsibility of the Interested Parties that responses reach ITS on time. Interested Parties may contact Jay Woodruff to verify the receipt of their Responses. Responses received after the deadline will be rejected.

1.4 Interested Party responses should include the following information:

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| <p>SUBMITTED IN RESPONSE TO Sole Source Certification No. 4403-46487 Accepted until July 22, 2021@ 3:00 p.m., ATTENTION: Jay Woodruff</p> |
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If you have any questions concerning the information above or if we can be of further assistance, please contact Jay Woodruff at 601-432-8001 or via email at jay.woodruff@its.ms.gov.

Attachment A: Customer Sole Source Certification Request

Attachment B: Vendor Correspondence

Attachment C: Sole Source Procurement Overview



Sole Source Certification Request

| | | | |
|---|----------------------|--|---|
| Project Title: | | iManage Work Renewal | |
| Contact Information | | | |
| Agency/Institution: | | MS Division of Medicaid | Contact Person: Grant Banks |
| Mailing Address: | | Walter Sillers Building 550 High Street Jackson, MS 39201 | Phone Number: 601-359-6153 |
| | | | Email Address: Grant.Banks@medicaid.ms.gov |
| MAGIC Customer #: (Only required from state agencies.) | | 7000000183 | Division/Dept: iTech |
| Project Summary | | | |
| Description of Project: (Include details of original acquisition if applicable) | | iManage Work is a document management solution for all documents, emails, and other communication streams that seamlessly integrates with Microsoft Office. This product was originally purchased in 2006 through a competitive procurement. The product was originally called WorkSite and at the time of the competitive procurement it was owned by Interwoven. Interwoven was purchased by Autonomy. Hewlett Packard (HP) subsequently purchased Autonomy. The iManage leadership team then completed a buyout from HP of the complete iManage business, including its brands, products, and services. | |
| ITS Acquisition Approval (CP-1) should be effective through this date: | | July 30, 2022 | |
| Cost Estimates (Maximum allowed duration is 3 years per request/project) | | | |
| Fiscal Year | Initial Costs | Ongoing Costs | Time Constraints |
| FY 2021 | | \$87,423.55 | Item Needed by: 7/1/20 |
| FY 2022 | | | Funds Expire: n/a |
| FY 2023 | | | Other Important Deadline(s): (e.g. current contract/CP-1 expiration dates) |
| Total Project Cost: | | \$87,423.55 | |
| Funding Source: Federal and State Funds | | | |
| Discuss Funding: (e.g. fund number; how much of needed funding is definite; total project budget; any matching or other non-state funds) | | 50/50 Federal/State | |
| Acquisition Details | | | |
| Item or Part Number | Quantity | Description | Building Location(s) |
| IM_WMS_BB | 1 | WorkSite Mobility Server | Sillers & ITS |
| WS-BUS-USERFULLBUN | 400 | WorkSite Business User Full Bundle | Sillers & ITS |
| WS-SERV-BUS | 2 | WorkSite Business User per Server | Sillers & ITS |
| RM-SCR-100 MORE | 1 | WorkSite Records Server | Sillers & ITS |
| SOFTLIC | 1 | Software Maintenance | Sillers & ITS |
| IM_12001 | 650 | DeskSite | Sillers & ITS |
| Describe Platform and Infrastructure: Where does your agency plan to house or host the requested equipment or service? What resources currently available through ITS are needed (network connectivity, cloud computing/storage, colocation, business resiliency, etc.)? NOTE: For equipment or services outside of current ITS available contracts and resources, justification must be attached. | | | |
| Software is hosted at DOM with ITS as a failover location. | | | |
| Sole Source Certification - Certification must be renewed for each revision or continuation of previous Sole Source Approvals. | | | |
| Explain why these products or services are the only ones that can meet your needs: (Include specific functionality or special features that make this product or service unique.) | | iManage WorkSite provides centralized digital storage/management of DOM documents. DOM uses iManage WorkSite to store over 75 different document types that are divided over 20 work types. The work types include: accounting, archive and history, beneficiary files, audit and recovery, contracts, financial reporting, human resources, legal, long term care, medical services, mental health, pharmacy, policy, procurement, program integrity, provider beneficiary review, reimbursement, state plan, strategic planning, third party legal, and vouchers. Because iManage Work is integrated with DOM's Eligibility System (New MEDS), DOM has made a business decision to continue the use of WorkSite (now called iManage Work) software rather than purchasing new licenses for similar document management software. DOM requires maintenance support for iManage WorkSite to access manufacturer support assistance, supported releases, and patch releases. | |

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|--|---|
| Specific business requirements to be met by the products/services: (e.g. intended use, how it helps accomplish a task, etc.) | Failure to have maintenance and support for iManage WorkSite would mean that DOM would not have access to manufacturer support assistance to address issues. It would also mean that DOM would not have access to software updates and bug fixes. The software maintenance support provided by iManage includes software upgrades, fix patches, and security patches. Without support, issues could arise that DOM is unable to resolve on our own that would prevent the New MEDS system from functioning correctly. If the iManage environment is down or otherwise inoperable, New MEDS loses 75% of its functionality. This would result in a severe impact in Medicaid's ability to serve our beneficiaries. |
| Explain why this is the only entity that can provide the products/services: (Include other products/vendors researched or evaluated.) | iManage LLC allows resellers to sell licenses and first year maintenance support. But iManage LLC is the sole source provider for Maintenance Support renewals after the customer's initial maintenance support term expires as well as the sole provider of any updates/upgrades for our proprietary software. Resellers are not allowed to resell maintenance support renewals. |

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| If for services or installations (not a product) the following two questions must be addressed. | | | |
| Explain below why the amount to be expended is reasonable: | | Explain below what was done to obtain the best possible price: | |
| n/a | | n/a | |
| Vendor's proposal submitted: | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | Vendor's Certification of Sole Source attached: | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

| | | | | | |
|--|------------------------|---|------------------------------|------------------------|---|
| MAGIC Vendor Code(s) - Vendor must be in MAGIC before a CP-1 can be issued. | | | | | |
| Place Order To Vendor Code: | Vendor Name: | Netright Intermediate LLC dba iManage LLC | Remit To Vendor Code: | Vendor Name: | Netright Intermediate LLC dba iManage LLC |
| | Vendor Address: | 540 West Madison, Suite 2400, Chicago, IL 60601 | | Vendor Address: | PO Box 71701, Chicago, IL 60694-1701 |
| 3102017905 | | | 7002000860 | | |

By my signature, I certify that, to the best of my professional knowledge: the requested product or services are a sole source as outlined in the ITS Procurement Handbook, Rule 207.2:013-030 Procurement Types: Sole Source, and as outlined in Mississippi Code annotated Section 31-7-13.

| | | |
|---|--------------------|---------------------------|
| Drew Snyder, Executive Director | <i>Drew Snyder</i> | 7/7/2021 4:46:09 PM CDT |
| _____ Name and Title (Agency Head/Institution President/CIO) | _____ Signature | _____ Date |



Headquarters Address:
71 S. Wacker Drive, Suite 400
Chicago, IL 60606
Phone: (312) 667-7000

April 21, 2021

Mississippi Division of Medicaid
550 High Street, Suite 1000
Jackson, MS 39201

Attn: Grant Banks

iManage LLC allows resellers to sell licenses and first year maintenance support. But iManage LLC is the sole source provider for Maintenance Support renewals after the customer's initial maintenance support term expires as well as the sole provider of any updates/upgrades for our proprietary software. Our resellers are not allowed to resell maintenance support renewals.

Sincerely,

A handwritten signature in black ink, appearing to read 'Don Zapata', written over a horizontal line.

Don Zapata
Support Renewal Representative
Phone: 408-659-4211
don.zapata@imanage.com



The acquisition of information technology for all state agencies and institutions of higher learning (IHLs) is within the scope of the ITS law, found in Mississippi Code Section 25-53-1, et seq., and the policies and procedures established in accordance with this statute, found in the ITS Procurement Handbook posted on the ITS website (www.its.ms.gov).

ITS enabling legislation requires that information technology hardware, software and services be acquired in a manner that insures the maximum of competition among all manufacturers and suppliers of such equipment and services. Accordingly, ITS promotes full and open competition through the issuance of open specifications and the objective evaluation of Interested Party proposals to determine the lowest and best offering to meet an agency's or public university's business requirements. True competition protects the integrity and credibility of purchasing in the public sector and is essential in providing best value and adequate contractual protection for the purchasing entity. In certain limited situations, information technology acquisitions may be sole-sourced.

ITS utilizes the provisions of Public Purchasing Law for Sole Source and Emergency procurements of information technology. Mississippi Public Purchasing Law (Mississippi Code Section 31-7-13) specifies that noncompetitive items available from one source only be exempted from bid requirements (sole-sourced). ITS statute, in Section 25-53-5 (p), permits ITS to utilize provisions in Public Purchasing Law or regulations, when applicable.

Per Public Purchasing law, acquisitions must meet the following criteria to be authorized as sole source:

1. The product or services being purchased must perform a function for which no other product or source of services exists,
2. The purchaser must be able to show specific business objectives that can be met only through the unique product or services, AND
3. The product or services must be available only from the manufacturer and NOT through resellers who could submit competitive pricing for the product or services. The vendor's correspondence regarding this criterion for this project is included as Attachment B.

By policy as documented in the ITS Procurement Handbook, acquisitions of IT services must include the following information to be authorized as sole source:

1. An explanation about why the amount to be expended is reasonable, and
2. An explanation regarding the efforts by the purchaser to obtain the best possible price.

For state agencies, approval of all technology purchases with a lifecycle cost of \$5,000 or less, including sole source purchases, has been delegated to the agency. The ITS Procurement Limits Policies for Agencies (a section in the ITS Procurement Handbook) require a minimum of two competitive written bids or proposals for technology purchases with a lifecycle cost over \$5,000 but not over \$50,000 (not over \$25,000 for projects funded by the American Recovery and Reinvestment Act). Since, for single source items, the procuring agency will be unable to obtain two written bids, ITS must certify all sole source acquisitions of information technology with a lifecycle cost greater than \$5,000.

Institutions of Higher Learning (IHLs) or public universities have been delegated the authority to certify sole source procurements up to \$250,000 lifecycle cost under the ITS Procurement Limits Policies for IHLs (a section in the ITS Procurement Handbook). For the certification of sole source procurements delegated to the CIOs at public universities, the public university must follow ITS' Sole Source Procedure, including advertisement of the intent to award as sole source. Institutions certifying a sole source purchase must ensure the criteria listed above are met and documented in writing by the institution and the Interested Party prior to certifying a product or service as sole source. Sole source documentation must be reviewed and approved by the IHL's CIO for any sole-source certification

above \$5,000. All sole source documentation should be retained in the public university's procurement file. Sole source requests above \$250,000 lifecycle cost require ITS approval.

Other than the delegations outlined above, all sole source technology procurements must be certified by ITS. The customer's Sole Source Certification Request for this project is included as Attachment A.

ITS thoroughly reviews Sole Source Certification Requests, determining if competing products and/or services exist. If so, ITS conducts a competitive procurement. If ITS' review confirms the sole source, then a Sole Source advertisement is issued, giving other Interested Parties an opportunity to identify competing products and/or services. Based upon the results of the Sole Source advertisement, ITS will either certify the request as a sole source or conduct a competitive procurement.